

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS**

US FOODS, INC.,	)	
	)	
Plaintiff,	)	
	)	
v.	)	Civil Action No. 1:13-cv-03640
	)	
MICHAEL J. NOBLE, et al.,	)	
	)	
Defendants.	)	
_____	)	

**DECLARATION OF CONNIE N. BERTRAM**

I, Connie N. Bertram, do hereby declare and swear as follows:

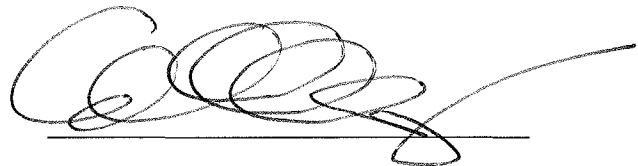
1. I am over the age of eighteen (18) and am otherwise competent to give this Declaration. The information contained in this Declaration is based on my personal knowledge.
2. I submit this declaration in support of Plaintiff's Motion for Expedited Discovery in the above-captioned matter.
3. Attached hereto as Exhibit A are true and correct copies of agreements entered into between Mr. Noble and Plaintiff, including a Management Stockholder's Agreement entered into on November 16, 2007, and a Non-Solicitation and Non-Disclosure Agreement entered into on November 16, 2007.
4. Attached hereto as Exhibit B are true and correct copies of cited excerpts from the transcript of Mr. Noble's February 14, 2013 interview.
5. Attached hereto as Exhibit C is a true and correct copy of US Foods' December 12, 2012 letter to Mr. Noble.
6. Attached hereto as Exhibit D is a true and correct copy of a settlement agreement signed by Mr. Noble and US Foods on February 5, 2013.

7. Attached hereto as Exhibit E is a true and correct copy of US Foods' May 9, 2013 letter to counsel for Mr. Noble.

8. Attached hereto as Exhibit F are true and correct copies of agreements entered into between Mr. Roszak and Plaintiff, including a Management Stockholder's Agreement entered into on October 19, 2007, and a Non-Solicitation and Non-Disclosure Agreements entered into on October 19, 2007 and May 26, 2011.

9. Attached hereto as Exhibit G is a true and correct copy of US Foods' December 11, 2012 letter to Mr. Roszak and electronic confirmation of its delivery to Mr. Roszak on December 11, 2012 via IntelliQuick Delivery.

I hereby declare under the penalty of perjury under the laws of the United States of America (and pursuant to 28 U.S.C. § 1746) that the foregoing is true and correct. This declaration is executed this 3rd day of June, 2013.

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

Connie N. Bertram